

THIS IS NOT LEGAL ADVICE – YOU ARE ADVISED TO SEEK LEGAL COUNSEL FOR ANY CONTRACT ISSUES

[Your Company's Letterhead]

[Prime/Sub Company Name That Is Requesting Compliance]
[Their Address]
[Their City, State & Zip]

[Today's Date]

MEMORANDUM FOR RECORD

SUBJECT: Non-Applicable Contract Clauses

1. In regards to FAR 52.204-21, DFARS 252.204-7012, NIST SP 800-171 and Cybersecurity Maturity Model Certification (CMMC), [COMPANY NAME] does not store, transmit or process:
 - Controlled Unclassified Information (CUI); and/or
 - Federal Contract Information (FCI)
2. Per [CONTRACT #], there is no flow-down for FCI or CUI to [COMPANY NAME], so the clause requiring data protection measures for CUI and/or FCI is not applicable to [COMPANY NAME].
3. With no regulated data (FCI/CUI) being stored, transmitted and/or processed by [COMPANY NAME], there are no applicable FAR or DFARS clauses that are applicable to protecting regulated data (FCI) by [COMPANY NAME].
4. It is [Prime/Sub Company Name]'s responsibility to notify [COMPANY NAME] if future contract modifications do flow regulated data (FCI/CUI) down to [COMPANY NAME].

[SIGNATURE]

Respectfully,

[Your Name]
[Your Title / Role]
[Your Contact Information]
[Your Company]